

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION

In re

BAY AREA CHILDREN'S THEATRE,

Debtor.

Case No. 23-40890-WJL

Chapter 7

**NOTICE OF SALE OF PERSONAL
PROPERTY AND OPPORTUNITY TO
OVERBID**

TO: THE DEBTOR, CREDITORS, THE U.S. TRUSTEE, AND OTHER PARTIES IN INTEREST:

PLEASE TAKE NOTICE THAT pursuant to 11 U.S.C. § 363(b) and Rule 6004(a), (b), (e), and (f) of the Federal Rules of Bankruptcy Procedure ("FRBP"), on **February 23, 2024**, Michael G. Kasolas, the duly appointed chapter 7 trustee in the above-captioned bankruptcy case ("**Trustee**"), intends to sell the sole and/or non-exclusive stage performance rights¹ held by the Bay Area Children's Theatre ("**Debtor**" or "**BACT**"), for the scripts identified in **Exhibit 1** attached hereto ("**Assets**"), to Freddo Children's Theatre² for the sum of thirteen thousand and five hundred dollars (\$13,500.00).

PLEASE TAKE NOTICE THAT the Assets are being sold subject to all interests, including potential copyright interests. For avoidance of doubt, the sale does not include rights to characters and stories to the extent any script is based on a book. A separate licensing agreement with individual book authors/publishers may be required before the title, stories, and characters can be used. Assets are being sold by Trustee in an "as-is" condition and Trustee makes no representations or warranties, directly or indirectly, express, or implied, with respect to the legal, economic, or other condition or history of the Assets. Trustee has a copy of some but not all of the scripts.

PLEASE TAKE NOTICE THAT the proposed sale is subject to overbid. Any party wishing to purchase the Assets should submit to Trustee (via email to llenherr@fennemorelaw.com), an overbid offer not less than **seven (7) days** before the date set for the sale, i.e. by no later than **February 16, 2024**. Overbid offers must be all-cash and without contingencies. If any overbids are timely submitted by qualified³ overbidders, Trustee will schedule an auction to take place at a mutually agreeable time. Upon the conclusion of an overbid auction, Trustee may, but need not, apply for an order approving the sale without further notice or opportunity to be heard.

PLEASE TAKE NOTICE THAT pursuant to FRBP 6004(b), unless an objection is filed with the Clerk of the U.S. Bankruptcy Court, 1300 Clay Street, Oakland, CA 94612, and served on the undersigned not less than **seven (7) days** before the date set for the sale, i.e. by no later than **February 16, 2024**, the Trustee will be deemed authorized under FRBP 6004 to proceed with the sale (including a potential overbid auction) without further court order. If an objection is timely filed and served, the trustee will notify the objecting party

¹ Stage performance rights may include some or none of the following: script, score, recorded orchestrations, and worldwide touring rights.

² Elisha Beston is the Artistic Director of Freddo Children's Theatre and is also an insider of Debtor (former Business Manager of Debtor).

³ Trustee shall have sole discretion to qualify bidders to participate in an overbid auction and may consider factors such as, including but not limited to, evidence of ability to perform and source of funding.

of the date and time of the hearing on the objection not less than 7 days prior to the hearing date. In the absence of a timely filed objection, the Trustee may, but need not, apply for an order approving the sale without further notice or opportunity to be heard. For further information regarding the foregoing, please contact counsel for the Trustee at the address listed below.

Dated: January 24, 2024
[Date of Mailing]

/s/ Lisa Lenherr
Mark S. Bostick (State Bar No. 111241)
Lisa Lenherr (State Bar No. 258091)
FENNEMORE WENDEL
1111 Broadway, 24th Floor
Oakland, CA 94607-4036
(510) 834-6600
mbostick@fennemorelaw.com
llenherr@fennemorelaw.com
Attorneys for Michael G. Kasolas, Trustee

EXHIBIT 1

Exhibit 1: LIST OF ASSETS

	Title	Based on book	Writer-Music	Lyrics	Libretto
1	Llama Llama The Musical (Llama Llama Live!)	YES	Austin Zumbro	Austin Zumbro	Austin Zumbro
2	Wheels On The Bus	NO	Austin Zumbro	Austin Zumbro	Nina Meehan
3	Goodnight Gorilla	YES	Austin Zumbro	Austin Zumbro	Nina Meehan
4	Play On	NO	BACT Writers Room lead by Austin Zumbro	BACT Writers Room lead by Austin Zumbro	BACT Writers Room lead by Austin Zumbro
5	Rock the Block	NO	Austin Zumbro	Austin Zumbro	Austin Zumbro
7	Goodnight Construction Site	YES	Austin Zumbro	Austin Zumbro	Austin Zumbro
8	Construction Site on Christmas Night	YES	Austin Zumbro	Austin Zumbro	Austin Zumbro
9	The Day The Crayons Quit	YES	Austin Zumbro	Austin Zumbro	Austin Zumbro
11	The Imaginaries	NO	BACT Writers Room lead by Austin Zumbro	BACT Writers Room lead by Austin Zumbro	BACT Writers Room lead by Austin Zumbro
12	Beautiful Oops!	YES	Austin Zumbro	Austin Zumbro	Austin Zumbro
13	Press Here	YES	Austin Zumbro/Andrew P Quick	Austin Zumbro/Andrew P Quick	Austin Zumbro/Andrew P Quick
14	Old Macdonald Beyond The Farm	NO	Austin Zumbro	Austin Zumbro	Austin Zumbro
15	Teddy Bears Picnic	NO	Nina Meehan/Simon Trumble	Nina Meehan/Simon Trumble	Nina Meehan/Simon Trumble
16	Splish Splash	NO	Nina Meehan/Simon Trumble	Nina Meehan/Simon Trumble	Nina Meehan/Simon Trumble
17	Fly Guy, The Musical	YES	Austin Zumbro	Austin Zumbro	Austin Zumbro